COMPANIES OFFICE

OFFICE DES COMPAGNIES

Annual Report

Manitoba

COMPANIES OFFICE
2008/2009
ANNUAL REPORT

The Companies Office is the Manitoba Registry of businesses and corporations, where employees strive to exceed customer expectations through the delivery of cost-effective, quality service.

MINISTER OF FINANCE

Legislative Building
Winnipeg, Manitoba, CANADA
R3C 0V8

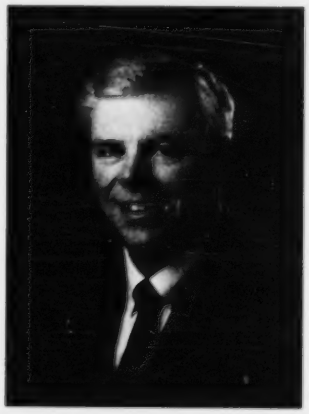
His Honour the Honourable Philip S. Lee, C.M., O.M.
Lieutenant Governor of Manitoba
Room 235, Legislative Building
Winnipeg, Manitoba
R3C 0V8

May it please your Honour:

I have the privilege of presenting for the information of Your Honour, the Annual Report of the Companies Office for the fiscal year ending March 31, 2009.

Respectfully submitted,

Honourable Greg Selinger
Minister
Finance



Manitoba

Deputy Minister of Finance
Deputy Minister of Federal Provincial and International Relations & Trade
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Minister Greg Selinger
Finance

Sir:

I have the honour to submit the Annual Report for the Companies Office for your consideration. The Report summarizes the agency's activities for the fiscal year ending March 31, 2009.

The 2008/2009 fiscal year was the thirteenth year of operation as a Special Operating Agency for the Companies Office. The Office has once again reported a strong financial position.

The Companies Office continues to emphasize customer service improvement through initiatives such as Continuous Improvement and Performance Reporting.

I would like to thank the Agency's management and staff for their continued dedication and commitment to service, as well as the members of the Advisory Board for their time and effort guiding the Agency's endeavors during the last year.

Respectfully submitted,

Diane Gray
Deputy Minister
Finance

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ADVISORY BOARD MEMBERS

Chairperson:
M. Alexandra Morton, Q.C.
Assistant Deputy Minister
Consumer and Corporate Affairs Division
Department of Finance

Members:
Addie Jason
Manager Corporate Records
D'Arcy & Deacon, Barristers & Solicitors

Gary Hannaford, FCA
Chief Executive Officer
The Institute of Chartered Accountants
of Manitoba

Gail Harding-Carter
Staff Representative
Accounting Clerk

Myron Pawlowsky
Chief Operating Officer
Companies Office

Ron Klimenko
Audit Supervisor
Workers' Compensation Board

Bob Hucal
Monk, Goodwin
Barristers and Solicitors

AGENCY MANAGEMENT

Myron Pawlowsky
Chief Operating Officer

Shane Lasker
Deputy Director - Legal

Linda Kalinski
Deputy Director, Operations

David Rudy
Controller

Cathy Shaw
Acting Manager, Manitoba Business Links

Susan Poseluzney
Manager, Office Systems & Customer Service

Isabelle Aubin
Assistant Manager

FOREWORD

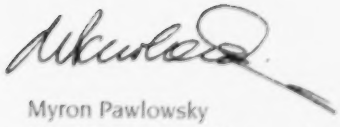
I am pleased to present the 13th Annual Report of the Companies Office. In it, we have outlined the activities; goals and achievements of the Agency.

The Companies Office continues to be financially strong, reporting an increased operating net profit of $2,515,000. Filings increased in a number of areas in support of this strong performance. Annual Returns were up by 11.1%, Corporations by 2%, and Business Renewals by 4.6%.

The Office constantly surveys its clients in order to ascertain their views as to the quality of the services they are receiving. We are pleased that during 2008/2009, 97% of clients surveyed indicated they were satisfied or very satisfied with our service. Also, during the year, work was being completed on an online client survey that will add to the feedback the Office receives.

Over the course of the year, a "scoping and planning" study was being completed, as the Office has been evaluating the customization of a system which would enable greater electronic filing.

We look forward to continuing to provide improved services to our clients, and to maintaining our excellent client satisfaction rating.



Myron Pawlowsky
Chief Operating Officer, and Director

MISSION

The Companies Office is the Manitoba registry of businesses and corporations, where employees strive to exceed customer expectations through the delivery of cost effective quality service.

Agency Profile

HISTORICAL OVERVIEW

The Companies Office was formed in 1870 as the Provincial Secretary's Office. The Office's main function is to be a public registry of information filed under *The Corporations Act*, *The Business Names Registration Act*, *the Ukrainian Catholic Parishes Act* and *The Religious Societies' Lands Act*.

The Office also reviews the names of new corporations and business name registrations. Since 1983 it has used a Canada-wide name searching system to assist in this review.

SPECIAL OPERATING AGENCY STATUS AND MANDATE

The Office became a special operating agency on April 1, 1996. The Companies Office is part of Manitoba Finance under the general direction of the Assistant Deputy Minister, Consumer and Corporate Affairs Division, Senior Assistant Deputy Minister, Finance, and Deputy Minister, Finance.

OFFICE STRUCTURE

The Office is organized into nine operational units: Accounting, Examination, Annual Returns, Data Entry Clerks, Customer Service Representatives, Office Services, Secretarial Services, Manitoba Business Links and Notaries/Commissioner for Oaths. Through the Deputy Directors, and Managers, they all report to the Chief Operating Officer, who is also known as the Director for statutory purposes. There are currently thirty-three regular status staff within the Office.

The Office's management team consists of a Chief Operating Officer, two Deputy Directors, two Managers and a Controller. The Chief Operating Officer reports to the Assistant Deputy Minister of the Consumer and Corporate Affairs Division, in Manitoba Finance.

The Office's Advisory Board provides advice on its strategic operations and on changes to its mandate, structure, business practices and finances. The Board will also comment on the Office's performance through review of proposed business plans and reports.

MISSION

The Office's Mission Statement is as follows:

THE COMPANIES OFFICE IS THE MANITOBA REGISTRY OF BUSINESSES AND CORPORATIONS, WHERE EMPLOYEES STRIVE TO EXCEED CUSTOMERS' EXPECTATIONS THROUGH THE DELIVERY OF COST EFFECTIVE QUALITY SERVICE.

ORGANIZATIONAL VALUES

The mission and goals of the Companies Office are supported by the following organizational values:

Human Resources:
Belief in our staff is demonstrated by our commitment to:

- fostering employee education and training;
- building and encouraging staff team work, job satisfaction and morale;
- encouraging and acknowledging activities and contributions.

Service Delivery:
Service excellence is demonstrated by our commitment to:

- encouraging innovative ideas for continuous improvement;
- delivering timely and concise information in a courteous manner.

Planning:
Long and short term planning is demonstrated by:

- having clear objectives for the Office;
- multi-year budgeting.

Technological Innovations:
The Office's belief in technology is demonstrated by:

- using current technologies, wherever possible, to meet customer needs.

GOALS

The ongoing goals of the Office are:

a) to deliver products and services that best satisfy the needs of the customer;

b) to ensure accurate and quick registration of documents filed under the Acts;

c) to ensure all legal requirements are met regarding compliance, safekeeping, and availability of information to the public;

d) to provide customers with courteous, timely and cost-effective service; and

e) to recover the full cost of services and maximize revenue opportunities.

Products & Services

The Office provides a variety of services pursuant to the statutes administered by it:

MARKETS

The Agency's markets are those seeking information and those wishing to file corporate documents. The largest client groups are the general public, the legal community and the business community.

There are several internal clients that use the services provided by the Companies Office. These include:

- within the department, the Consumers Bureau, the Securities Commission, the Financial Institutions Regulation Branch and the Taxation Division;
- most other provincial government departments and many agencies;

Although there are other government agencies that provide registry services, there are no other organizations that provide the same business and corporate registry services in Manitoba. There are, however, similar organizations in all other provinces of Canada as well as a comparable federal agency.

In addition there are similar agencies in all States in the U.S.A. and in many other countries.

a) registers or creates corporations under The Corporations Act, The Religious Societies Lands Act and The Ukrainian Catholic Parishes Act;

b) registers proprietorships and partnerships under The Business Names Registration Act;

c) appoints and renews Commissioners of Oaths and Notaries Public, and authenticates Notaries Public;

d) administers the use of the Business Number as Manitoba's common business identifier (as part of the "Manitoba Business Links" program);

e) makes decisions as to the acceptability of names of new corporations and businesses;

f) provides certificates about companies on file;

g) provides a computerized data base for on-line and in-house users;

h) provides a variety of information-related products; and

i) makes presentations to legal and educational groups to better inform the public about statutory requirements and Office services.

SUSTAINABLE DEVELOPMENT

The Department of Finance has adopted sustainable development procurement and financial management guidelines and a code of practice. Goals have been developed to guide departments and agencies in elaborating action plans, integrating principles into operations, and reporting progress.

Agency staff reviewed the procurement and financial management guidelines and code of practice, and the Companies Office adopted the following procurement policy.

Purchases are being based on:

- Careful consideration of the good's, material's or service's impact on the environment, economy and human health and well-being.
- Consideration of market factors, such as specifications, equality, delivery date, and price of the goods, material or service; and
- Preference being given to the purchase of environmentally preferable goods and materials whenever they perform satisfactorily and are available at a reasonable price.
- Participating in government wide recycling plan.

THE PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWER PROTECTION) ACT

Any disclosures of wrongdoing received by the Companies Office pursuant to The Public Interest Disclosure (Whistleblowers Protection) Act will be reported in the Annual Report of the Finance Department. For further information, please refer to the 2008/2009 Annual Report of Manitoba Finance Department.

The Balanced Scorecard Performance Framework translates the Office's Mission Statement into performance targets.

PERFORMANCE REVIEW

During the fiscal year 2008/2009 Office staff responded to 247,852 requests for service compared to 247,622 requests last year. This included document filings, phone inquiries and in-person searches of files as outlined in the chart below.

COMPARATIVE OPERATING STATISTICS

	2008/2009	2007/2008	2006/2007	2005/2006
New Incorporations	4,089	4,050	3,680	3,681
Amendments	1,007	952	821	912
New Registrations – Non Manitoba Corporations	875	990	880	940
Business Name Registrations	6,488	6,296	6,886	6,777
Personal Counter Searches of Corporate and Business Files	3,686	3,620	4,214	4,337
Name Reservations Requests	14,968	15,128	14,580	14,894
Annual Returns Processed	59,565	54,157	54,127	52,576
Telephone Inquiries	58,542	59,031	63,376	63,220
Customers Served at Counter	25,811	24,357	26,760	28,743
Active Corporate and Business Name Records	108,086	106,078	103,440	100,591

Interested clients also accessed the Agency's file information from computer terminals outside the Companies Office seven days a week. Public use of this service was substantial with 853,493 inquiry transactions occurring in 2008/2009. This service is convenient for clients as it is quicker and easier than attending the office.

The first level of appeals from name registration decisions is to the Director of the Office. During the fiscal year there were 30 objections to both registered and unregistered names, down from 33 the previous year. A significant number of the objections related to unincorporated or unregistered names doing business in the province.

PERFORMANCE INDICATORS

The Office has formulated a number of performance indicators by which it could be evaluated. In summary, on average, 97% of Office clients surveyed were satisfied with the service they received. The following table lists the goals, performance indicators and the results:

1) CUSTOMERS: (to achieve our vision, how should we appear to our customers)

OBJECTIVES	**CRITICAL SUCCESS FACTORS** (things that have to go right to reach the objective)	**PERFORMANCE MEASURES** (indicators to gauge success)	**BASELINE** March 31, 1997 (except as noted)	**PERFORMANCE TARGETS** (goals based on measures) March 31, 2009	**RESULTS** March 31, 2009
Exceed customers' expectations by providing quality service	Provide service which: 1) is prompt very satisfied.	% of "Tell Us How We Are Doing" forms which indicate	71% (Sept. 00) (very satisfied)	90% (very satisfied)	83% (very satisfied)
	2) is helpful/ informative	% of "Tell Us How We Are Doing" forms which indicate very satisfied.	84% (Sept. 00) (very satisfied)	95% (very satisfied)	85% (very satisfied)
	3) provides service which is without error	% of "Tell Us How We Are Doing" forms which indicate very satisfied.	76% (Sept. 00) (very satisfied)	95% (satisfied and very satisfied)	99% (satisfied and very satisfied)
	4) is courteous	% of "Tell Us How We Are Doing forms which indicate very satisfied.	95% (very satisfied) 2008	95% (very satisfied)	89% (very satisfied) (172 responses)
	Provide new customer service and products	Ongoing development of new product or service	Four	One – online service such as: - integrated business registration - online filing	Scoping and planning of new computer system has been. completed

2) BUSINESS PRACTICES: (To satisfy our customers, what business processes must we exceed at)

OBJECTIVES	CRITICAL SUCCESS FACTORS (things that have to go right to reach the objective)	PERFORMANCE MEASURES (indicators to gauge success)	BASELINE March 31, 1997 (except as noted)	PERFORMANCE TARGETS (goals based on measures) March 31, 2009	RESULTS March 31, 2009
To process customer service requests in an efficient and effective manner	Employ strategies that will decrease cycle time.	Cycle time for processing:	(Six month baseline as of Sept. 1997)		
		- Business documents	Business Name Registrations: 3.0 working days	Business Name Registrations: 3.0 working days	* Business Name Registrations: 5.81 days.
		- Corporate documents	Incorporations: 3.0 working days	Incorporations: 3.0 working days	* Incorporations: 5.50 days.
		- Annual Returns	Annual Returns: 11 working days	Annual Returns: 7 working days	Annual Returns: 11.81 working days
	To exceed customer expectations by providing personal telephone services that were: - courteous and friendly - provide by knowledge-able and competent staff - responsive to your needs	% of customers surveyed that rate the personal telephone (Q3 on Tell Us How We are Doing Forms - Telephone Survey)	63% (Sept/00)	95% (satisfied and very satisfied)	85% (satisfied and very satisfied) (49 responses)

* There were two new staff in the area that process documents. Considerable amounts of training were required which impacted processing timelines.

COMPANIES OFFICE BALANCED SCORECARD PERFORMANCE FRAMEWORK

3) FINANCIAL: (to succeed financially, we need to achieve)

OBJECTIVES	CRITICAL SUCCESS FACTORS (things that have to go right to reach the objective)	PERFORMANCE MEASURES (indicators to gauge success)	BASELINE March 31, 1997 (except as noted)	PERFORMANCE TARGETS (goals based on measures) March 31, 2009	RESULTS March 31, 2009
Operate as a financially sound SOA	Possess assets to facilitate business development	Profit	Three Year Average $1,819	$1,398	$2,515
		Revenue	2,000	2,000	2,000
		Contribution			

The Office has also set additional operating goals for staff. Goals and results are as follows:

Create an Access Database for search of archives files.	A database has been created and information is being updated.
Create an Access Searching Database for in-person inquiries.	A preliminary database has been created and reviewed by management team and modifications are being completed.
Back scanning of the Companies Office's documents.	Equipment is installed and back-scanning of documents has commenced.
Increase staff training and continue the Knowledge Measurement Plan.	Cross training activities resumed in the Corporate Clerks area and Support Staff area.
Continue to develop on-line version of manuals.	Two sections were completed and uploaded.
Maintain the Office's continuous improvement program.	One meeting was held during the 4th quarter. · 19 staff suggestions reviewed, 5 have been implemented, 8 more will be implemented. 174 "Tell Us How We're Doing" forms – (In Person) reviewed. 48 "Tell Us How We're Doing" forms – (Telephone) reviewed.
Customize a new computer system for Manitoba.	Preparation of scoping and planning document in progress.

MANITOBA BUSINESS LINKS (MBL)

The Office is responsible for the administration of the Manitoba Business Links application and Hub database. The Office represents the province's interests at the national Business Number (BN) Governance meetings with Canada Revenue Agency (CRA) and other partner provinces, handles change management for the application, manages the relationships with provincial participating programs, and is the first point of contact for CRA and businesses who seek information via the One Business, One Number website or public phone line.

In 2008/2009, the Office continued its involvement with the development of the strategic direction for MBL and the national BN. Significant milestones in 2008/09 included:

- The signing of the Memorandum of Understanding between Manitoba and Workers Compensation Board (WCB).
- Approval of a MBL financial model; receipt of first payment towards Hub Operational costs from an external partner.
- WCB became the first participating program to receive broadcast messages from the Manitoba Hub.
- MBL and CRA applications readied for WCB and other provincial program areas to participate in the use of the BN.
- Amendments to the BN legislation will allow for municipalities to join in the use of the BN.
- The addition of the MBL Marketing Officer.
- The issuance of a Request For Proposal for the Integrated Registration for Business project.

Companies Office continues its strong financial position.

Results

INTRODUCTION

The Companies Office reported a net income from Operations of $2,515 for the year ended March 31, 2009, an increase of $1,117 over budget and an increase of $72 compared to last year.

SUMMARY OF OVERALL FINANCIAL RESULTS

COMPANIES OFFICE 2008/2009 FINANCIAL SUMMARY (in thousands)

	ACTUAL 2008/2009	BUDGET 2008/2009	OVER (UNDER) Budget	ACTUAL 2007/2008	OVER (UNDER) 2007/2008
Total Net Revenue	$6,611	$6,150	$461	$6,578	$33
Salaries & Benefits	1,598	1,713	(115)	1,574	24
Operating Expenses	1,352	1,813	(461)	1,317	35
Amortization	24	87	(63)	26	(2)
Net Earnings Before System Allocations	3,637	2,537	1,100	3,661	(24)
System Allocations *	1,122	1,139	(17)	1,218	(96)
Net Earnings	2,515	1,398	1,117	2,443	72
Revenue Contribution	2,000	2,000	-	2,000	-

*System Allocations – System Development cost allocation.

REVENUE

Total net revenue for the year ended March 31, 2009, was $6,611 or $461 higher than budget and $33 higher than a year ago. Increase in actual filings accounts for the increase.

EXPENSES

The following is an explanation of significant variances to budget.

1. Actual to Budget

a) Salaries and benefits were lower than budget as a result of:

- Budget included a new supervisory position. This position was filled late in Quarter Two.
- New staff were hired at a lower salary than was included in the budget.

b) Operating costs were lower than budget as a result of:

- Manitoba Business Links (MBL) costs were lower by $240. MBL budget included technical support costs (enhancements) of $102 that were not expended during the year. Salary and benefit costs were lower by $51. Budget included a fourth employee who was not hired until Quarter Four.

  Also $75 was received from Workers Compensation Board as the initial reimbursement of costs as a result of becoming a Participating Program.

- Disaster Recovery costs were lower by $51. Budget included an additional staff member who was not hired until Quarter Four.
- Budget included Name Reservation System Enhancements of $25. No enhancements were completed during the year.
- Budget included interest costs of $60 relating to the new system development. System development was delayed resulting in no borrowing costs.
- Amortization costs were lower as a result of the delay in system development.

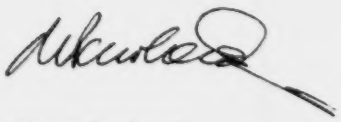
RESPONSIBILITY FOR FINANCIAL REPORTING

The Agency's management is responsible for preparing the financial statements and other financial information in the Annual Report. This responsibility includes maintaining the integrity and objectivity of financial data and the presentation of the Agency's financial position and results of operations in accordance with generally accepted accounting principles. The financial statements include amounts that are based on management's best estimates and judgements. The Agency's financial statements have been audited by Magnus & Buffie, independent external auditors.

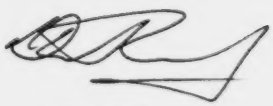
The Agency maintains a system of internal controls throughout its operation that provides reasonable assurance that transactions are authorized, properly recorded and reported, and that assets are safeguarded.

The Advisory Board meets regularly with management to review accounting practices, financial reporting and to discuss audit results. The auditors have free and full access to this Board, if required to discuss the results of their audit and their views on the adequacy of internal controls and the quality of financial reporting.

On Behalf of Management;



Myron Pawlowsky
Chief Operating Officer



Dave Rudy
Controller

Date: May 7, 2009

APPENDIX A

COMPANIES OFFICE REVENUE BY ACTIVITY ($000'S)

	2008/2009	2007/2008	2006/2007
	Actual	Actual	Actual
New Incorporations	1,180	1,161	1,055
New Registrations – Non Manitoba Corporations	254	296	260
Business Name Registrations	292	283	310
Business Name Renewals	363	347	345
Personal Searches	18	18	21
Name Reservation Requests	599	605	583
Annual Returns Processed	2,20[illegible]	2,042	2,040
Certificates of Status/Search	132	140	129
Public Access	241	248	235
Amalgamations	62	65	54
Revivals	60	65	62
Supplementary Certificate of Registration	85	86	84
Certified/Photocopies	33	91	38
Other	1,018	1,073	960
GROSS REVENUE	**6,539**	**6,468**	**6,176**

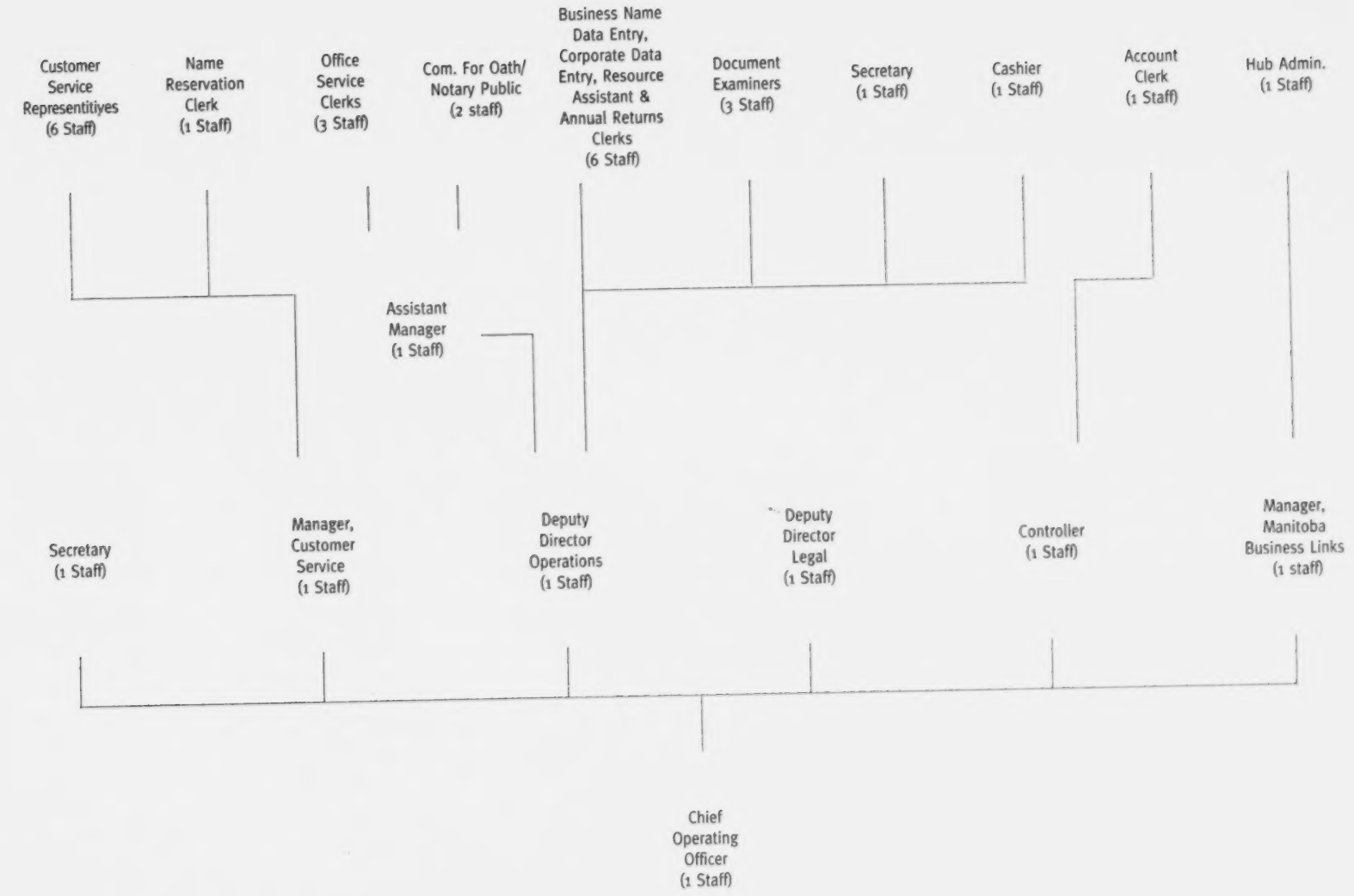
APPENDIX A-2

REVENUE SUMMARY BY SERVICE AREA ($000'S)

	ANNUAL RETURNS	INCORP-ORATIONS	NAME REGISTRATIONS	NAME RESERVATIONS	NAME RENEWALS	OTHER	TOTAL
2008/2009	2,202	1,180	292	599	363	1,903	6,539
% of Total	33.67%	18.05%	4.47%	9.16%	5.55%	29.10%	100.00%
2007/2008	2,042	1,161	283	605	347	2,030	6,468
% of Total	37.57%	17.95%	4.38%	9.35%	5.36%	31.39%	100.00%
2006/2007	2,040	1,055	310	583	345	1,843	6,176
% of Total	33.03%	17.08%	5.01%	9.43%	5.59%	29.86%	100%
2005/2006	1,978	1,046	305	596	337	1,833	6,095
% of Total	32.45%	17.16%	5.00%	9.78%	5.53%	30.07%	100.00%
2004/2005	1,917	946	289	543	331	1,323	5,349
% of Total	35.84%	17.69%	5.40%	10.15%	6.19%	24.73%	100.00%
2003/2004	1,849	825	294	445	326	1,059	4,798
% of Total	38.54%	17.19%	6.13%	9.27%	6.79%	22.07%	100.00%
2002/2003	1,805	846	243	432	307	1,029	4,662
% of Total	38.7%	18.1%	5.2%	9.3%	6.7%	22.0%	100.00%
2001/2002	1,656	769	182	375	220	924	4,126
% of Total	39.9%	18.7%	4.5%	9%	5.3%	22.5%	100.00%
2000/2001	1,481	774	212	307	210	929	3,912
% of Total	37.9%	19.8%	5.4%	7.8%	5.4%	23.7%	100.00
1999/2000	1,453	754	214	317	217	858	3,814
% of Total	38.1%	19.80%	5.6%	8. 3%	5. 7%	22.5%	100.00%

APPENDIX B

COMPANIES OFFICE ORGANIZATION CHART 2008 – 2009


Customer Service Representitiyes (6 Staff)
Name Reservation Clerk (1 Staff)
Office Service Clerks (3 Staff)
Com. For Oath/ Notary Public (2 staff)
Business Name Data Entry, Corporate Data Entry, Resource Assistant & Annual Returns Clerks (6 Staff)
Document Examiners (3 Staff)
Secretary (1 Staff)
Cashier (1 Staff)
Account Clerk (1 Staff)
Hub Admin. (1 Staff)
Assistant Manager (1 Staff)
Secretary (1 Staff)
Manager, Customer Service (1 Staff)
Deputy Director Operations (1 Staff)
Deputy Director Legal (1 Staff)
Controller (1 Staff)
Manager, Manitoba Business Links (1 staff)
Chief Operating Officer (1 Staff)

APPENDIX C

FEE COMPARISON CURRENT CORPORATIONS ACT FEES

	MANITOBA	SASK.	ONT.	CANADA	QUEBEC	N.B.	N.S.	NFLD.	ALTA.	B.C.	P.E.I.
Incorporation Share Capital	300.	265.	360.	200. or 250.	300.	312.	293.84	300.	100.	350.	265.
Incorporation Without Share Capital	100.	65.	155.	200.	145.	50. – 200.	293.84	70.	75.	100.	140.
Amalgamation	300.	265.	330. or 500.	200.	482.	362.	293.84	300.	100.	350.	265.
Continuance/ Discontinuance	300.	265.	330.	200.	197.	362.	119.71 or 293.84	300.	100.	350.	250.
Amendment	150.	100.	150.	200.	140.	212.	59.86 or 174.13	100.	25.	100.	265.
Amendment of Articles Converting a Corporation	300.	115.	150.	200.	145.	100.	59.86 or 174.13	50.	25.	100.	265.
Reorganization or Arrangement	300.	100. – 250.	150. or 330.	200.	N/A	362..	N/A	100.	100. 25.	N/A	N/A
Restated Articles	150.	25.	150.	50.	N/A	100.	N/A	100.	25.	N/A	N/A
Amendment Without Share Capital	50.	20.	N/A	50.	65.	N/A	59.86	100.	25.	50.	N/A
Revival Share Capital	100.	250.	330.	200.	308.	250.		300.	100.	350.	265.
Revival Without Share Capital	50.	50.	100.	N/A	132.	N/A	N/A	70.	75.	100.	265.
Dissolution	50.	No fee	25.	No Fee	N/A	62.	119.71	N/C	Nil	20.	125.
Registration Share Capital	300.	265.	330.			212.		260. – 560.	100.	380.	200.
Registration Without Share Capital	100.										
Supplementary Registration	150.	115.	155.	NA	Nil	112.	30.	30. to 100.	25.	20. to 100.	N/A
Statement/Revocation Intent to Dissolve	50.	N/A		No Fee	N/A	62.		50.	0.0	N/A	

FEE COMPARISON CURRENT CORPORATIONS ACT FEES

	MANITOBA	SASK.	ONT.	CANADA	QUEBEC	N.B.	N.S.	NFLD.	ALTA.	B.C.	P.E.I.
Cancellation of Registration	50.										
Restoration of Registration Share Capital	100.	265.			N/A	100.	430.	260 – 560.	100.	350.	
Restoration of Registration Without Share Capital	50.	65.									
Annual Return Capital	40.	50. /80.	No Fee	20. or 40.	84.	60. or 200.	95. or 220.	75. or 200.	N/C	43.39	30.
Annual Return Without Share Capital	20.	10.	No Fee	30.	40.	0 – 50.	25.	N/A	N//C	25.	
Annual Return Amendment	20.	10.					48.99				
Request to Reserve Name	40.	50. or 60.	N/A	N/A	37.00		48.99 or 61.24	10.	Private	30.	40. – 50.
Notation of Name	45.										
Order of Director	150.										

All Alberta rates shown do not include the private service provider fees that would be added in almost every category as the Alberta government does not directly provide these services.

	MANITOBA	SASK.	ONT.	CANADA	QUEBEC	N.B.	N.S.	NFLD.	ALTA.	B.C.	P.E.I.
Application for Exemption	150.			250.							
Filing Power of Attorney	30.					50.	No fee	10.	N/C	20.	
Certificate of Status	30.	15.	30.	10.	22.50	20.	32.65	10.	5.	35.	30.
Certificate of Search	30.							Nil			
Personal File Search	3. or 5.	5.	12.	No Fee	No Fee	No Fee	5.44	Nil	1.	10.	No Fee
Mail Search	5.	5.	12.	No Fee	N/A	No Fee	10.88	5.	N/A	10.	No Fee
Electronic Search	.30/screen	$5/printout $2/search	Via Service Providers	No Fee	No Fee	No Fee	$57.25 month + 2.32/hour	NA	1.	7.	N/A
Certified Copy Articles/Registration	30.	30. & $1. page	40.	35.	28.69	20.	21.77	20.	5.	35. +	30.
Certified Copy Other Document	15.	30.	40.	35.	28.69	20.	10.88	20.	5.	35. +	30.
Photocopy Articles/ Registration	15.	$1/page	14.	$1./page	1.52/page	10.	21.77	.50/page	5.	10. + .50/page	25/page/
Photocopy Other Document	10.	$1./page	14.	$1./page	1.52/page	10.	10.88	.50/page	5.	10. + .50/page	.25/page
Copy of Fiche with All Names on Database	50.										
Facsimile Transmission	5.	5.									
File Summary	3.	4.									
Expedited Service	Double fee to maximum $150	25. – 100.	Where available		+50%			N/A	N/A	100.	

All Alberta rates shown do not include the private service provider fees that would be added in almost every category, as the Alberta government does not directly provide these services.

FEE COMPARISON CURRENT BUSINESS NAMES REGISTRATION ACT FEES

	MANITOBA	SASK.	ONT.	ALTA.	QUEBEC	N.B.	N.S.	NFLD.	B.C.	P.E.I.
Registration	45. (3 years)	65. (3 years)	60. or 80. (5 years)	250.	32. or 43.	112. (5 years)	59.86		40.	65.
Limited Partnership	300.	265.	210.	50.	43.	212.	160.	230.	165.	200.
Limited Liability Partnerships	300.	250.		50.					275.	
Dissolution	45.	10.	No Fee	N/C	No Fee	12.	59.86		N/C	15.
Change in Registrants	45.	20.		10.	No Fee	12.	N/C		40.	
Change in Capital	45.	100.		15.						
Change in Name	.45.	N/A	60. or 80.	10.	No Fee	62.	32.65		30.	
Renewal	45.	50.	60. or 80.	N/A	32. or 48.	62.	59.86			50.
Personal Search	5.	5.	12.						10.	
Mail Search	.30	$2/bus.								
Electronic Search	10.	$1./page	14.	$1./page	1.52/page	10.	10.88	.50/page	5.	10. + .25/page
Certified Copy of Any Document	15.	20.	30.	5. each file	28.69	20.	10.88		10. or 25. + .50/page	
Photocopy of Any Document	10.	1. per page	14.			10.	10.88			
Certificate of Status	30.	15.	30.							
Certificate of Search	30.									
Request to Reserve One Name	40.	50. or 60.	12. or 8.	Private	N/A		42.60 or 53.25 +HST		30.	40. –50.
Filing Power of Attorney	30.									
Facsimile Transmission	5.	5.			5.00					
File Summary	3.	4.	12.				.10			
Expedited Service	Double fee to Maximum 150.	25. or 100.	N/A		+50%				100.	

All Alberta rates shown do not include the private service provider fees that would be added in almost every category, as the Alberta government does not directly provide these services.

Financial Statements

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COMPANIES OFFICE

FINANCIAL STATEMENTS

MARCH 31, 2009

AUDITORS' REPORT

To the Special Operating Agencies Financing Authority

We have audited the balance sheet of the Companies Office, an Agency of the Special Operating Agencies Financing Authority, Province of Manitoba as at March 31, 2009 and the statements of income, comprehensive income and retained earnings and cash flow for the year then ended. These financial statements are the responsibility of the Agency's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Agency as at March 31, 2009 and the results of its operations and cash flow for the year then ended in accordance with Canadian generally accepted accounting principles.

Magnus & Buffie

May 7, 2009

CHARTERED ACCOUNTANTS

COMPANIES OFFICE
AN AGENCY OF THE SPECIAL OPERATING AGENCIES FINANCING AUTHORITY
PROVINCE OF MANITOBA

BALANCE SHEET
(in thousands)
MARCH 31, 2009

	2009	2008
ASSETS		
CURRENT ASSETS		
Cash and Short Term Deposits	$ 3,880	$ 3,341
Accounts Receivable (Note 5)	175	199
Prepaid Expenses	25	23
	4,080	3,563
LONG TERM INVESTMENT (Note 6)	218	-
RECEIVABLE FROM PROVINCE OF MANITOBA (Note 7)	-	218
CAPITAL ASSETS (Note 8)	68	53
INTANGIBLE ASSETS (Note 9)	59	-
	$ 4,425	$ 3,834
LIABILITIES		
CURRENT LIABILITIES		
Accounts Payable and Accrued	$ 232	$ 214
Accrued Vacation Entitlements	216	184
	448	398
SEVERANCE PAY LIABILITY (Note 10)	244	218
	692	616
EQUITY		
RETAINED EARNINGS	3,733	3,218
	$ 4,425	$ 3,834

COMPANIES OFFICE
AN AGENCY OF THE SPECIAL OPERATING AGENCIES FINANCING AUTHORITY
PROVINCE OF MANITOBA

STATEMENT OF INCOME , COMPREHENSIVE INCOME AND RETAINED EARNINGS
(in thousands)
FOR THE YEAR ENDED MARCH 31, 2009

	2009	2008
REVENUE		
Fees and Services	$ 6,539	$ 6,468
Interest	72	110
	6,611	6,578
EXPENSES		
Salaries and Employee Benefits	1,598	1,574
Operating Expenses (Schedule)	2,483	2,544
Amortization - Capital Assets	15	17
	4,096	4,135
NET INCOME AND COMPREHENSIVE INCOME FOR THE YEAR	2,515	2,443
RETAINED EARNINGS, Beginning of Year	3,218	2,775
	5,733	5,218
REVENUE SHARE TO PROVINCE OF MANITOBA	2,000	2,000
RETAINED EARNINGS, End of Year	$ 3,733	$ 3,218

COMPANIES OFFICE
AN AGENCY OF THE SPECIAL OPERATING AGENCIES FINANCING AUTHORITY
PROVINCE OF MANITOBA

STATEMENT OF CASH FLOW
(in thousands)
FOR THE YEAR ENDED MARCH 31, 2009

	2009	2008
CASH FLOW FROM (USED IN)		
OPERATING ACTIVITIES		
Net Income and Comprehensive Income for the Year	$ 2,515	$ 2,443
Adjustment for		
Amortization - Capital Assets	24	27
	2,539	2,470
Changes in the following		
Accounts Receivable	24	165
Prepaid Expenses	(2)	2
Accounts Payable and Accrued	18	3
Accrued Vacation Entitlements	32	13
Change in Severance Pay Liability	26	10
	2,637	2,663
FINANCING ACTIVITY		
Revenue Share to Province of Manitoba	(2,000)	(2,000)
INVESTING ACTIVITY		
Capital Asset Additions	(39)	(11)
Change in long term investment	(218)	-
Change in receivable from Province of Manitoba	218	-
Additions to deferred development costs	(59)	-
	(98)	(11)
CHANGE IN CASH AND SHORT TERM DEPOSITS	539	652
CASH AND SHORT TERM DEPOSITS, Beginning of Year	3,341	2,689
CASH AND SHORT TERM DEPOSITS, End of Year	$ 3,880	$ 3,341

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

1. NATURE OF ORGANIZATION

Effective April 1, 1996, the Lieutenant Governor in Council designated the Companies Office (the "Agency") as a special operating agency under The Special Operating Agencies Financing Authority Act (C.C.S.M. cS185) by Order in Council. Another Order also gave approval to the Special Operating Agencies Financing Authority (SOAFA) and the Minister of Consumer and Corporate Affairs, being the Minister responsible for the Agency (at that time), to enter into a management agreement with respect to the Agency. The management agreement assigns responsibility to the Agency to manage and account for the Agency related assets and operations on behalf of SOAFA. SOAFA has the mandate to hold and acquire assets required for and resulting from Agency operations. This financial framework enables the Agency to operate in a business like manner according to public policy expectations.

The Agency is part of Manitoba Consumer and Corporate Affairs Division in the Department of Finance under the general direction of the Minister of Finance, the Deputy Minister, Senior Assistant Deputy Minister and Assistant Deputy Minister who is also Chairperson of the Companies Office Advisory Board.

The Agency remains bound by relevant legislation and regulation. It is also bound by administrative policy except where specific exemptions have been provided for in its charter in order to meet business objectives.

2. CHANGE IN ACCOUNTING POLICIES

Effective April 1, 2008, the Agency adopted the following new handbook sections issued by the Canadian Institute of Chartered Accountants (CICA):

Section 1535 Capital Disclosures

Section 1535 establishes standards for disclosing information about an entity's capital and how it is managed. These standards require an entity to disclose its objectives, policies and processes for managing capital, a summary of quantitative data about what it manages as capital and whether it compiled with any externally imposed capital requirements to which it is subject and, if not, the consequences of such non-compliance. (See disclosure in Note 3)

Section 3862 Financial Instruments - Disclosures

Section 3862 modifies the disclosure requirements for financial instruments that were included in Section 3861, Financial Instruments – Disclosure and Presentation. The new standards require an entity to provide disclosures in its financial statements that enable users to evaluate the significance of financial instruments on its financial position and performance, the nature and extent of the risks to which it is exposed during the period and at the balance sheet date, and how those risks are managed. (See disclosure in Note 13)

Section 3863 Financial Instruments - Presentation

Section 3863 carries forward the presentation requirements of Section 3861, Financial Instruments – Disclosure and Presentation, unchanged.

The above noted new standards have no impact on the recognition, measurement or presentation of financial instruments in the Agency's year end financial statements.

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Reporting:

The financial statements have been prepared in accordance with Canadian generally accepted accounting principles (GAAP).

Capital Assets

Capital assets are recorded at cost and amortized over their estimated useful lives as follows:

Computer Equipment and Software	20% straight line (10% in year of acquisition)
Office Equipment	20% straight line (10% in year of acquisition)
Furniture and Fixtures	20% straight line (10% in year of acquisition)
Leasehold Improvements	20% straight line (10% in year of acquisition)

Intangible Assets

Intangible assets are recorded at cost and amortized over their estimated useful lives as follows:

System Development	15 year straight line

Revenue Recognition

Revenue is recognized when the service is substantially complete.

Deferred Development Costs

Deferred development costs relate to direct labour and direct external costs incurred on the development of a new systems software. In the event management determines that the project is no longer viable or economically feasible, all deferred costs relating to the project will be expensed. If management determines that expected future net cash flows from the project do not exceed the unamortized deferred costs relating to the project, the excess amount will be expensed. Management assesses the feasibility and expected cash flows relating to deferred development costs on an annual basis.

Amortization of deferred development costs will commence in the period when the new systems software commences commercial use.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Capital disclosures

The Agency's capital consists of retained earnings. The Agency's capital management policy is to maintain sufficient capital to meet its objectives through its retained earnings by managing transfers of surplus funds to the Province of Manitoba; meet short-term capital needs with working capital advances from the Province of Manitoba; and meet long-term capital needs through long-term debt with the Province of Manitoba. There were no changes in the Agency's approach to capital management during the period.

The Agency is not subject to externally imposed capital requirements.

Financial Instruments - Recognition and Measurement

Financial assets and liabilities are initially recorded at fair value. Measurement in subsequent periods depends on the financial instrument's classification. Financial instruments are classified into one of the following five categories: held for trading; available for sale; held to maturity; loans and receivables; and other financial liabilities. All financial instruments classified as held for trading or available for sale are subsequently measured at fair value with any change in fair value recorded in net earnings and other comprehensive income, respectively. All other financial instruments are subsequently measured at amortized cost.

The Agency has designated its financial instruments as follows:

Cash and short term deposits and long term investment are classified as financial assets held for trading and are measured at fair value with gains and losses recognized in net earnings. Due to the relatively short period to maturity of these financial assets, the carrying values approximate their fair values.

Accounts receivable are classified as loans and receivables. These financial assets are recorded at their amortized cost using the effective interest rate and method.

Accounts payable and accrued and accrued vacation entitlements are classified as other financial liabilities. These financial liabilities are recorded at their amortized cost using the effective interest rate method.

Gains and losses on financial instruments subsequently measured at amortized cost are recognized in the statement of earnings and retained earnings in the period the gain or loss occurs. Changes in fair value on financial instruments classified as held for trading are recognized in the statement of earnings and retained earnings for the current period. Changes in fair value on financial instruments classified as available for sale would be recorded in other comprehensive income until realized, at which time they are recorded in the statement of earnings and retained earnings.

Fair Value of Financial Instruments

The fair value of accounts receivable, accounts payable and accrued and accrued vacation entitlements approximates their carrying values due to their short-term maturity.

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

4. FINANCING ARRANGEMENTS

Working capital advances and long-term financing for significant capital purchases are provided to the Agency through the Special Operating Agencies Financing Authority. The Financing Authority has approved a $100 limit in working capital advances. The Agency did not access working capital advances during the year.

5. ACCOUNTS RECEIVABLE

	2009	2008
Trade	$ 28	$ 76
Accrued Revenue	147	123
	$ 175	$ 199

6. LONG TERM INVESTMENT

The Province of Manitoba accepted responsibility for the vacation entitlements earned by the employees of the Agency prior to its designation as SOA, and the severance pay benefits accumulated to March 31, 1998 for certain of the Agency's employees. Accordingly, the Agency recorded a receivable of $218 from the Province of Manitoba for these accumulated benefits. Effective March 31, 2009 the Province of Manitoba paid the receivable balances related to the funding for these liabilities and has placed the amount of $218 into a trust account bearing interest at 0.75% and maturing on March 30, 2010 to be held on the Agency's behalf until the cash is required to discharge the related liabilities. However, this is only likely to happen on the dissolution of the Agency. As such, this amount has been classified as a long term asset.

7. RECEIVABLE FROM PROVINCE OF MANITOBA

The receivable from the Province of Manitoba is for vacation entitlements earned by the employees of the Agency prior to creation of the Special Operating Agency and severance pay benefits prior to April 1, 1998. The balance is comprised of:

	2009	2008
Vacation Entitlements	$ -	$ 92
Severance Pay Benefits	-	126
	$ -	$ 218

The receivable was paid by the Province of Manitoba on March 31, 2009.

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

8. CAPITAL ASSETS

	Cost	Accumulated Amortization	Net Book Value 2009	Net Book Value 2008
Computer Equipment and Software	$ 103	$ 67	$ 36	$ 21
Office Equipment	16	16	-	-
Furniture and Fixtures	132	108	24	17
Leasehold Improvements	40	32	8	15
	$ 291	$ 223	$ 68	$ 53

Amortization charges for the year amounted to $24 (2008 - $27) of which $5 (2008 - $6) was expensed in Manitoba Business Links and $4 (2008 - $4) was expensed in Notaries on the schedule of operating expenses.

9. DEFERRED DEVELOPMENT COSTS

	Cost	Accumulated Amortization	Net Book Value 2009	Net Book Value 2008
New system development	$ 59	-	$ 59	-

During the year, development costs were capitalized in the amount of $59 (2009 - $nil).

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

10. SEVERANCE PAY LIABILITY

Effective April 1, 1998, the Agency began recording accumulated severance pay benefits for its employees. The amount of severance pay obligations is based on actuarial calculations. The periodic actuarial valuations of these liabilities may determine that adjustments are needed to the actuarial calculations when actual experience is different from that expected and/or because of changes in actuarial assumptions used. The resulting actuarial gains or losses are amortized over the expected average remaining service life of the related employee group.

An actuarial report was completed for the severance pay liability as of March 31, 2005. The report provides a formula to update the liability on an annual basis. In accordance with the formula, the Agency's actuarially determined net liability for accounting purposes as at March 31, 2009 was $244 (2008 - $218). Commencing in the 2006 fiscal year the actuarial loss of $42 is being amortized over the 15 year expected average remaining service life of the employee group.

Significant long-term actuarial assumptions used in the March 31, 2005 valuation, and in the determination of the March 31, 2009 present value of the accrued severance benefit obligation were:

Annual rate of return	
inflation component	2.50%
real rate of return	4.00%
	6.50%
Assumed salary increase rates	
annual productivity increase	0.75%
annual general salary increase	3.25%
	4.00%

11. PENSION BENEFITS

Employees of the Agency are eligible for pension benefits in accordance with the provisions of the Civil Service Superannuation Act (CSSA), administered by the Civil Service Superannuation Board (CSSB). The CSSA established a defined benefit plan to provide benefits to employees of the Manitoba Civil Service and to participating agencies of the Government, including the Agency, through the Civil Service Superannuation Fund (CSSF).

Effective March 31, 2001, pursuant to an agreement with the Province of Manitoba, the Agency transferred to the Province the pension liability for its employees. Commencing April 1, 2001, the Agency was required to pay to the Province an amount equal to its employees' current pension contributions.

The amount paid for 2009 was $78 (2008 - $76). Under this agreement, the Agency has no further pension liability.

12. LEASE COMMITMENTS

The Agency has not entered into a lease agreement with the Province of Manitoba for rental facilities at 405 Broadway. Occupancy charges for the year ending March 31, 2010 are estimated to be $144 (2009 - $140).

NOTES TO FINANCIAL STATEMENTS
(in thousands)
MARCH 31, 2009

13. FINANCIAL INSTRUMENTS - RISK MANAGEMENT

In the normal course of operations the Agency is exposed to various financial risks. The financial risk management objectives and policies are as follows:

Credit risk

Credit risk is the risk that one party to a financial instrument fails to discharge an obligation and causes financial loss to another party. Financial instruments which potentially subject the Agency to credit risk consist principally of cash and short term deposits, accounts receivable and long term investment.

The maximum exposure of the Agency to credit risk at March 31, 2009 is:

Cash and short term deposits	$	3,880
Accounts receivable		175
Long term investment		218
	$	4,273

Cash and short term deposits and long term investment: The Agency is not exposed to significant credit risk as the cash and term deposits are primarily held by the Minister of Finance.

Accounts receivable: The Agency is not exposed to significant credit risk as the nature of the accounts receivable is with related entities and consists of a large client base and payment in full is typically collected when it is due. The Agency establishes an allowance for doubtful accounts that represents its estimate of potential credit losses. The allowance for doubtful accounts is based on management's estimates and assumptions regarding current market conditions, customer analysis and historical payment trends. These factors are considered when determining whether past due accounts are allowed for or written off. The balance in the allowance for doubtful accounts at March 31, 2009 was $nil (2008 - $nil)

Liquidity risk

Liquidity risk is the risk that the Agency will not be able to meet its financial obligations as they come due.

The Agency manages liquidity risk by maintaining adequate cash balances and by review from the Province of Manitoba to ensure adequate funding will be received to meet the obligations.

Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates, will affect the Agency's income or the fair values of its financial instruments. The significant market risks the Agency is exposed to are interest rate risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The interest rate exposure relates to funds on deposit.

The interest rate risk on short term deposits are considered to be low because of their short-term nature.

COMPANIES OFFICE
AN AGENCY OF THE SPECIAL OPERATING AGENCIES FINANCING AUTHORITY
PROVINCE OF MANITOBA

SCHEDULE OF OPERATING EXPENSES
(in thousands)
FOR THE YEAR ENDED MARCH 31, 2009

	2009	2008
Accounting	$ 13	$ 13
Audit	6	6
Bad Debts	2	3
Bank Charges	41	34
Communications	26	27
Computer	102	106
Department Services	27	32
Desktop	79	73
Disaster Recovery	44	39
Equipment Maintenance and Rentals	10	8
Insurance	14	14
Legal Services	8	6
Manitoba Business Links	313	319
Miscellaneous	26	24
Name Search Application	156	153
New System Cost Allocation	1,122	1,218
Notaries	129	126
Office Rent	126	125
Payroll Processing	20	20
Postal and Courier	52	43
Programmers	96	85
Stationery	65	61
System Enhancements	-	1
Transportation	6	8
	$ 2,483	$ 2,544

COMPANIES OFFICE
AN AGENCY OF THE SPECIAL OPERATING AGENCIES FINANCING AUTHORITY
PROVINCE OF MANITOBA

SCHEDULE OF PUBLIC SECTOR COMPENSATION DISCLOSURE
(in thousands)
FOR THE YEAR ENDED MARCH 31, 2009

Pursuant to the disclosure required by the Public Sector Compensation Disclosure Act, no remuneration or other benefits were paid to board members.

The Public Sector Compensation Disclosure Act also requires all publicly funded bodies to disclose compensation to any employee or officer when such compensation exceeds $50 per annum. This information follows:

EMPLOYEE	TITLE	COMPENSATION 2009	2008
Myron Pawlowsky	Chief Operating Officer	$ 92	$ 90
Joan Alty	Manager, Manitoba Business Links	-	75
Shane Lasker	Deputy Director - Legal	73	71
Dave Rudy	Controller	70	68
Linda Kalinski	Deputy Director - Operations	64	64
Doris Van Damme	Clerk	-	59
Yun Shih	Examiner	-	58
Isabelle Aubin	Manager	-	57
Cari Bowley	Systems Analyst	55	53
Pak-Yan Chan	Management Analyst	53	-

COMPANIES OFFICE

OFFICE DES COMPAGNIES

Rapport Annuel

Manitoba

OFFICE DES COMPAGNIES
RAPPORT ANNUEL
2008/2009

L'Office des compagnies est le registre des entreprises et corporations; ses employés s'efforcent de dépasser les attentes de la clientèle par la prestation de services de qualité à la fois efficaces et rentables.

MINISTER OF FINANCE

Legislative Building
Winnipeg, Manitoba, CANADA
R3C 0V8

L'honorable Philip S. Lee, CM, OM
Lieutenant-gouverneur du Manitoba
Pièce 235
Édifice législatif
Winnipeg (Manitoba)
R3C 0V8

Qu'il plaise à votre honneur:

J'ai le privilège de présenter à votre honneur, à titre d'infórmation, le rapport annuel de l'Office des compagnies pour l'année financière se terminant le 31 mars 2009.

Respectueusement présenté par

L'honorable Greg Selinger
Ministre des Finances

Manitoba
Deputy Minister of Finance
Deputy Minister of Federal Provincial and International Relations & Trade
109 -450 Broadway
Winnipeg, Manitoba
Canada R3C 0V8
T 204-945-5343 **F** 204-945-1640
www.manitoba.ca

Monsieur le ministre Greg Selinger
Finances

Monsieur,

J'ai l'honneur de vous présenter le rapport annuel de l'Office des compagnies. Le rapport résume les activités de l'Office pour l'année financière se terminant le 31 mars 2009.

L'année financière 2008-2009 a été la treizième année d'activités de l'Office des compagnies à titre d'organisme de service spécial. Une fois de plus, l'Office fait état d'une solide situation financière.

L'Office des compagnies continue de mettre l'accent sur l'amélioration du service à la clientèle au moyen d'initiatives telles que l'amélioration continue et les rapports sur le rendement.

Je voudrais remercier la direction et le personnel de l'Office pour leur dévouement sans faille et leur engagement à donner un bon service, ainsi que les membres du conseil consultatif, pour leur temps et leurs efforts en vue de guider les entreprises de l'Office au cours de la dernière année.

Présenté respectueusement par

Diane Gray
Sous-ministre des Finances

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MEMBRES DU CONSEIL CONSULTATIF

Présidente :
M. Alexandra Morton, c.r.
Sous-ministre adjointe
Division de la consommation et des corporations
Ministère des Finances

Membres:
Addie Jason
Manager Corporate Records
D'Arcy & Deacon, Barristers & Solicitors

Gary Hannaford, FCA
Directeur général
Institut des comptables agréés du Manitoba

Gail Harding-Carter
Représentante des employés
Commis comptable

Myron Pawlowsky
Chef de l'exploitation
Office des compagnies

Ron Klimenko
Superviseur de la vérification
Commission d'accidents du travail

Bob Hucal
Monk, Goodwin
Barristers and Solicitors

DIRECTION DE L'OFFICE

Myron Pawlowsky
Chef de l'exploitation

Shane Lasker
Directeur adjoint – Services juridiques

Linda Kalinski
Directrice adjointe – Opérations

David Rudy
Contrôleur

Cathy Shaw
Gestionnaire par intérim, Manitoba Business Links

Susan Poseluzney
Gestionnaire – Systèmes administratifs et service à la clientèle

Isabelle Aubin
Gestionnaire adjointe

AVANT-PROPOS

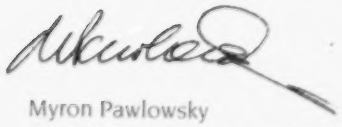
J'ai le plaisir de présenter le treizième rapport annuel de l'Office des compagnies. Il décrit les activités, les buts et les réalisations de l'Agence.

La situation financière de l'Office des compagnies demeure solide, ses bénéfices nets d'exploitation étant en hausse à 2 515 000 $. Cette solide performance a été appuyée par une augmentation du nombre de documents déposés dans un certain nombre de catégories : le nombre de rapports annuels a augmenté de 11,1 %, le nombre de nouvelles sociétés constituées de 2 %, et le nombre de renouvellements de 4,6 %.

L'Office sonde régulièrement ses clients pour connaître leurs vues sur la qualité des services qu'ils reçoivent. Nous sommes fiers de signaler que, en 2008-2009, 97 % des clients interrogés se sont déclarés satisfaits ou très satisfaits de nos services. De plus, durant l'année, on a complété la mise au point d'un sondage en ligne auprès des clients qui ajoutera à la rétroaction reçue par l'Office.

Durant l'année, une étude de « portée et de planification » a été complétée, l'Office faisant l'évaluation d'un système sur mesure qui permettrait de faire davantage de transactions en ligne.

Nous comptons continuer d'améliorer nos services à la clientèle et maintenir notre excellente cote de satisfaction auprès des clients.



Myron Pawlowsky
Chef de l'exploitation et directeur

MISSION

L'Office des compagnies est le registre des entreprises et corporations du Manitoba; ses employés s'efforcent de dépasser les attentes de la clientèle par la prestation de services de qualité à la fois efficaces et rentables.

Profil de l'agence

HISTORIQUE

L'Office des compagnies a été créé en 1870 sous le nom de Provincial Secretary's Office. La fonction principale de l'Office est de tenir le registre public de l'information déposée aux termes de la Loi sur les corporations, la Loi sur l'enregistrement des noms commerciaux, la Loi constituant en corporation les « Ukrainian Catholic Parishes » et la Loi sur les biens-fonds des communautés religieuses.

L'Office examine en outre les noms des nouvelles corporations et l'enregistrement des noms commerciaux. Depuis 1983, il utilise pour cet examen un système de recherche de noms à la grandeur du Canada.

STATUT D'ORGANISME DE SERVICE SPÉCIAL ET MANDAT

L'Office des compagnies est devenu un organisme de service spécial le 1er avril 1996. L'Office fait partie de Finances Manitoba, sous la direction générale du sous-ministre adjoint, Division de la consommation et des corporations, du sous-ministre adjoint principal des Finances et du sous-ministre des Finances.

STRUCTURE DE L'OFFICE

L'Office comporte neuf unités opérationnelles : Comptabilité, Examen, Déclarations annuelles, Commis à l'entrée des données, Représentants du service à la clientèle, Services administratifs, Services de secrétariat, Manitoba Business Links, Notaires publics/Commissaires à l'assermentation. Ces services relèvent tous, par l'entremise des directeurs adjoints et des gestionnaires, du chef de l'exploitation, qui porte aussi le titre de Directeur à des fins législatives. L'Office compte actuellement 33 employés permanents.

La direction de l'Office est constituée par le chef de l'exploitation, deux directeurs adjoints, deux gestionnaires et un contrôleur. Le chef de l'exploitation relève du sous-ministre adjoint de la Division de la consommation et des corporations, à Finances Manitoba.

Le Conseil consultatif de l'Office donne des conseils sur ses opérations stratégiques et les modifications à apporter à son mandat, sa structure, ses pratiques commerciales et ses finances. Le Conseil formule en outre des observations sur le rendement de l'Office dans le cadre de l'examen des projets de plans d'activités et de rapports.

MISSION

L'énoncé de mission de l'Office se lit comme suit :
L'OFFICE DES COMPAGNIES EST LE REGISTRE DES ENTREPRISES ET CORPORATIONS DU MANITOBA; SES EMPLOYÉS S'EFFORCENT DE DÉPASSER LES ATTENTES DE LA CLIENTÈLE PAR LA PRESTATION DE SERVICES DE QUALITÉ À LA FOIS EFFICACES ET RENTABLES.

VALEURS ORGANISATIONNELLES

La mission et les buts de l'Office des compagnies reposent sur les valeurs organisationnelles suivantes :

Ressources humaines :
Nous croyons en nos employés, c.-à-d. que nous nous engageons à :

- favoriser l'éducation et la formation des employés;
- favoriser le travail d'équipe, la satisfaction des employés et leur moral;
- les encourager dans leurs activités et contributions, et reconnaître leurs réalisations.

Prestation des services :
L'excellence du service se traduit par notre engagement à :

- favoriser l'innovation en vue d'une amélioration continue;
- fournir l'information de manière opportune et concise avec courtoisie.

Planification :
La planification à court et à long terme est réalisée par :

- des objectifs clairs pour l'Office;
- un budget pluriannuel.

Innovations technologiques :
L'Office croit à l'apport de la technologie :

- Il utilise les technologies dernier cri, dans la mesure du possible, pour répondre aux besoins de la clientèle.

BUTS

Les buts permanents de l'Agence sont :

a) d'offrir les produits et services qui répondent le mieux aux besoins des clients;

b) d'assurer l'enregistrement rapide et exact des documents déposés aux termes des lois;

c) de veiller à ce que toutes les exigences législatives soient respectées en ce qui concerne la conformité, la conservation et la disponibilité de l'information au public;

d) de fournir aux clients un service courtois, ponctuel et rentable;

e) de recouvrer le coût intégral des services et de maximiser les possibilités de réaliser des recettes.

Produits &services

L'Office fournit une gamme de services conformément aux lois qu'il applique, c'est-à-dire qu'il

a) renregistre ou crée des corporations aux termes de la Loi sur les corporations, la Loi sur les biens-fonds des communautés religieuses et la Loi sur la constitution en corporation des « Ukrainian Catholic Parishes »;

b) enregistre les propriétés et partenariats aux termes de la Loi sur l'enregistrement des noms commerciaux;

c) nomme et reconduit dans leur mandat les commissaires à l'assermentation et les notaires publics, et assure l'authentification des notaires publics;

d) administre l'utilisation du numéro d'entreprise à titre d'identificateur commun des entreprises au Manitoba (dans le cadre du programme « Manitoba Business Links »);

e) rend des décisions quant à l'acceptabilité des noms des nouvelles corporations et entreprises;

f) délivre des certificats relativement aux compagnies déjà aux dossiers;

g) offre une base de données informatisée accessible en ligne aux utilisateurs internes et externes;

h) fournit une gamme de produits d'information;

i) fait des exposés devant des groupes d'avocats ou d'étudiants afin de mieux renseigner le grand public sur les exigences législatives et les services administratifs de l'Office.

MARCHÉS

Les marchés de l'Agence sont les personnes en quête d'information et celles qui souhaitent déposer des documents corporatifs. Les groupes de clients les plus nombreux sont le grand public, les avocats et les gens d'affaires.

Plusieurs clients internes utilisent les services de l'Office des compagnies, à savoir :

- au sein du Ministère, l'Office de la protection du consommateur, la Commission des valeurs mobilières, la Direction de la réglementation des Institutions financières et la Division de la fiscalité;
- la plupart des autres ministères provinciaux et de nombreuses agences.

Bien qu'il y ait d'autres organismes gouvernementaux assurant des services d'enregistrement, il n'en existe pas d'autre qui offre le même registre d'entreprises et de corporations au Manitoba. Il y a cependant des organismes similaires dans toutes les autres provinces du Canada, de même qu'un organisme fédéral comparable.

En outre, tous les États américains et de nombreux autres pays possèdent des organismes semblables.

DÉVELOPPEMENT DURABLE

Le ministère des Finances a adopté des lignes directrices et un code de pratiques sur le développement durable dans le cadre des pratiques d'acquisition et de gestion financière. Des objectifs ont été établis pour guider les ministères et organismes à élaborer des plans d'action, intégrer ces principes dans leurs activités, et faire rapport des progrès accomplis.

Le personnel de l'Agence a examiné les lignes directrices et le code de pratiques sur les acquisitions et la gestion financière, et l'Office des compagnies a adopté la politique suivante en matière d'acquisitions.

Pour tous les achats, les considérations suivantes sont prises en compte :

- Examen attentif de l'impact éventuel des produits, biens ou services que l'on envisage d'acheter sur l'environnement, l'économie et la santé et le bien-être de la population.
- Examen des facteurs du marché, par exemple cahiers des charges, égalité, date de livraison, et prix du produit, bien ou service.
- La préférence est accordée aux produits, biens et services les plus respectueux de l'environnement, dans la mesure où ils correspondent aux besoins de manière satisfaisante et sont disponibles à un prix raisonnable.
- Participation à un plan de recyclage applicable à l'ensemble du gouvernement.

LA *LOI SUR LES DIVULGATIONS FAITES DANS L'INTÉRÊT PUBLIC (PROTECTION DES DIVULGATEURS D'ACTES RÉPRÉHENSIBLES)*

Toute dénonciation d'actes répréhensibles reçue par l'Office des compagnies en conformité de la *Loi sur les divulgations faites dans l'intérêt public (protection des divulgateurs d'actes répréhensibles)* sera signalée dans le rapport annuel du ministère des Finances. Pour de plus amples renseignements, veuillez consulter le rapport annuel 2008 2009 du ministère des Finances du Manitoba.

Les tableaux suivants traduisent l'énoncé de mission de l'Office en indicateurs de rendement et buts opérationnels

EXAMEN DU RENDEMENT

Durant l'année financière 2008-2009, le personnel de l'Office a répondu à 247 852 demandes de services comparativement à 247 622 l'an dernier. Il s'agit de dépôts de documents, de renseignements téléphoniques et de recherches de dossiers sur place, comme le montre le tableau ci-dessous..

STATISTIQUES COMPARATIVES D'EXPLOITATION

	2008/2009	2007/2008	2006/2007	2005/2006
Nouvelles corporations	4 089	4 050	3 680	3 681
Amendements	1 007	952	821	912
Nouveaux enregistrements – Corporations non manitobaines	875	990	880	940
Enregistrement de noms commerciaux	6 488	6 296	6 886	6 777
Recherches sur place des dossiers sur les corporations et entreprises	3 686	3 620	4 214	4 337
Demandes de réservation de dénomination	14 968	15 128	14 580	14 894
Déclarations annuelles traitées	59 565	54 157	54 127	52 576
Renseignements téléphoniques	58 542	59 031	63 376	63 220
Clients servis au comptoir	25 811	24 357	26 760	28 743
Dossiers actifs de noms de corporations et d'entreprises	108 086	106 078	103 440	100 591

Les clients intéressés ont également eu accès aux dossiers de l'Agence à partir de terminaux situés à l'extérieur de l'Office des compagnies sept jours sur sept. L'utilisation de ce service par le public a été considérable puisqu'il y a eu 853 493 consultations en 2008-2009. Ce service est commode pour les clients, car il est plus rapide et plus facile que s'ils devaient se présenter au bureau.

Le premier recours pour en appeler d'un enregistrement de nom se situe au niveau du directeur de l'Office. Au cours de l'exercice financier, 30 oppositions ont été déclarées contre des noms enregistrés ou des noms non enregistrés, en baisse par rapport aux 33 de l'année précédente. Un nombre appréciable d'oppositions concernaient des personnes morales non constituées en corporation ou sans enregistrement faisant affaire dans la province.

INDICATEURS DE RENDEMENT

L'Office a établi certains indicateurs pour évaluer son rendement. Pour résumer, en moyenne, 97 % des clients interrogés étaient satisfaits du service reçu. Le tableau suivant montre les objectifs, les indicateurs de rendement et les résultats y afférents :

1) CLIENTS : (pour réaliser notre vision, quelle impression faut-il donner à nos clients)

OBJECTIFS	FACTEURS CRITIQUES DE SUCCÈS (ce qu'il faut bien faire pour atteindre l'objectif)	MESURES DE RENDEMENT (indicateurs de succès)	NIVEAU DE RÉFÉRENCE 31 mars 1997 (sauf indication contraire)	CIBLES DE RENDEMENT (buts fondés sur les mesures) 31 mars 2009	RÉSULTATS 31 mars 2009
Dépasser les attentes des clients en assurant un service de qualité	Assurer un service qui : 1) est prompt	% des formulaires « Tell Us How We Are Doing » indiquant très satisfait.	71 % (sept. 00) (très satisfait)	90 % (très satisfait)	83 % (très satisfait)
	2) fournit l'information demandée	% des formulaires « Tell Us How We Are Doing » indiquant très satisfait.	84 % (sept. 00) (très satisfait)	95 % (très satisfait)	85% (très satisfait)
	3) est sans erreur	% des formulaires « Tell Us How We Are Doing » indiquant très satisfait.	76 % (sept. 00) (très satisfait)	95 % (satisfait et très satisfait)	99 % (satisfait et très satisfait)
	4) est courtois	% des formulaires « Tell Us How We Are Doing » indiquant très satisfait.	95 % (très satisfait) 2008	95 % (très satisfait)	89 % (très satisfait) (172 réponses)
	Offrir de nouveaux produits et services aux clients	Mise au point continue de nouveaux produits ou services	Quatre	Un - service en ligne permettant : - enregistrement intégré des sociétés - dépôt de documents en ligne	Étude de portée et de planification complétée pour le nouveau système d'ordinateurs

2) PRATIQUES COMMERCIALES : (Afin de satisfaire notre clientèle, pour quelles procédures devrions-nous dépasser les attentes)					
OBJECTIFS	**FACTEURS CRITIQUES DE SUCCÈS** (ce qu'il faut bien faire pour atteindre l'objectif)	**MESURES DE RENDEMENT** (indicateurs de succès)	**NIVEAU DE RÉFÉRENCE** 31 mars 1997 (sauf indication contraire)	**CIBLES DE RENDEMENT** (buts fondés sur les mesures) 31 mars 2009	**RÉSULTATS** 31 mars 2009
Traiter les demandes de service des clients de manière efficace et efficiente	Employer des stratégies qui réduiront la longueur du cycle	Durée du cycle de traitement :	(Niveau de référence de six mois en date de sept. 1997)		
		- Documents d'entreprises	Enregistrement de nom commercial : 3 jours ouvrables	Enregistrement de nom commercial : 3 jours ouvrables	* Enregistrement de nom commercial : 5,81 jours
		- Documents corporatifs	Constitution en corporation : 3 jours ouvrables	Constitution en corporation : 3 jours ouvrables	* Constitution en corporations : 5,50 jours
		- Déclarations annuelles	Déclarations annuelles : 11 jours ouvrables	Déclarations annuelles : 7 jours ouvrables	*Déclarations annuelles : 11,81 jours ouvrables
	Dépasser les attentes des clients en assurant un service téléphonique qui soit - courtois et bienveillant - par un personnel bien informé et compétent - qui répond à vos besoins	% de clients ayant coté le service d'information téléphonique comme très satisfaisant. (Q3 Que pensez-vous de nos -services – Sondage téléphonique)	63 % (sept/00)	95 % (satisfait et très satisfait)	85 % (satisfait et très satisfait) (49 réponses)

*Il y avait deux nouveaux employés dans le service de traitement des documents. Il a fallu consacrer un temps considérable à la formation, ce qui a allongé les délais de traitement des documents.

OFFICE DES COMPAGNIES – CADRE ÉQUILIBRÉ DE BILAN DU RENDEMENT

3) FINANCIERS : (le succès financier est fondé sur des réalisations)					
OBJECTIFS	**FACTEURS CRITIQUES DE SUCCÈS** (ce qu'il faut bien faire pour atteindre l'objectif))	**MESURES DE RENDEMENT** (indicateurs de succès)	**NIVEAU DE RÉFÉRENCE** 31 mars 1997 (sauf indication contraire)	**CIBLES DE RENDEMENT** (buts fondés sur les mesures) 31 mars 2009	**RÉSULTATS** 31 mars 2009
Exploiter un OSS dont la situation financière est solide	Posséder les éléments d'actif nécessaires à l'expansion des activités	Bénéfices	Moyenne sur trois ans 1 819 $	1 398 $	2 515 $
		Contribution aux revenus	2 000 $	2 000 $	2 000 $

Buts opérationnels

L'Office a également fixé des objectifs opérationnels supplémentaires pour le personnel. Les objectifs et les résultats sont les suivants :

Créer une base de données d'accès pour faire des recherches dans les archives.	Une base de données a été créée et l'on fait actuellement la mise à jour de l'information.
Créer une base de données d'accès et de recherche pour les demandes d'information en personne.	Une base de données préliminaire a été créée et est actuellement examinée par l'équipe de direction et l'on s'occupe d'y apporter des modifications.
Numériser les documents de l'Office des compagnies.	L'équipement est installé et la numérisation des documents a été commencée.
Renforcer la formation du personnel et continuer le plan de mesure des connaissances.	Les activités de formation polyvalente ont repris dans les secteurs des commis aux corporations et du personnel de soutien.
Continuer de préparer une version en ligne des manuels.	Deux chapitres ont été convertis en une version en ligne.
Poursuivre le programme d'amélioration continue de l'Office.	Une réunion a été tenue durant le 4e trimestre 4th quarter. · 19 staff suggestions reviewed, 5 · 19 suggestions d'employés ont été examinées, 5 ont été mises en oeuvre, 8 le seront · 174 formulaires « Tell Us How We're Doing » (en personne) ont été examinés · 48 formulaires « Tell Us How We're Doing » (par téléphone) ont été examinés
Mettre au point un nouveau système d'ordinateur sur mesure pour le Manitoba.	La préparation du document de portée et de planification est en cours.

MANITOBA BUSINESS LINKS (MBL)

L'Office est responsable de l'administration de l'application Manitoba Business Links et de la base de données Hub. L'Office représente les intérêts de la province aux réunions du Partenariat national pour la gouvernance des numéros d'entreprise, de concert avec des représentants de l'Agence du revenu du Canada (ARC) et d'autres partenaires provinciaux; l'Office s'occupe de gérer les changements apportés à l'application, de gérer les relations avec les autres programmes provinciaux participants et est le premier point de contact pour l'ARC et les utilisateurs qui cherchent à obtenir des renseignements en consultant le site Web « Une entreprise, un numéro » ou en téléphonant à la ligne grand public.

En 2008-2009, l'Office a continué de se pencher sur le développement continu de l'orientation stratégique de MBL et des numéros d'entreprise. Les principaux jalons en 2008-2009 ont été les suivants :

- Signature d'un protocole d'entente entre le Manitoba et la Commission des accidents du travail.
- Approbation d'un modèle financier du MBL; réception du premier paiement versé par un partenaire externe pour défrayer les coûts de fonctionnement de la base de données Hub.
- Préparation des demandes de MBL et de l'ARC pour que la Commission des accidents du travail et d'autres programmes provinciaux puissent participer au Programme national des numéros d'entreprises.
- Modification à la législation sur les numéros d'entreprises pour permettre aux municipalités de se joindre au programme.
- Ajout d'un agent du marketing du MBL.
- Émission d'une demande de proposition pour le projet d'enregistrement intégré des entreprises.

Résultats financiers

La situation de l'Office des compagnies est demeure solide

INTRODUCTION

L'Office des compagnies a déclaré un revenu net d'exploitation de 2 515 $ pour l'exercice financier se terminant le 31 mars 2009, en hausse de 1 117 $ par rapport au budget et en hausse de 72 $ par rapport à l'année dernière.

SOMMAIRE DES RÉSULTATS FINANCIERS GÉNÉRAUX

OFFICE DES COMPAGNIES SOMMAIRE FINANCIER POUR 2008-2009 (en milliers de dollars)

	RÉEL 2008/2009	BUDGET 2008/2009	SUR (SOUS-) BUDGÉTISATION	RÉEL 2007/2008	SUR (SOUS) 2007/2008
Revenu net total	6 611 $	6 150 $	461 $	6 578 $	33 $
Salaires et avantages sociaux	1 598	1 713	(115)	1 574	24
Frais d'exploitation	1 352	1 813	(461)	1 317	35
Amortissemen	24	87	(63)	26	(2) t
Revenu net avant allocation pour système	3 637	2 537	1 100	3 661	(24)
Allocation pour système*	1 122	1 139	(17)	1 218	(96)
Bénéfice net	2 515	1 398	1 117	2 443	72
Contribution aux revenus	6 611 $	6 150 $	461 $	6 578 $	33 $

* Allocation pour système – Allocation pour le coût de mise au point du système.

REVENUS

Le revenu net total pour l'exercice se terminant le 31 mars 2009 a été de 6 611 $, soit 461 $ de plus que le montant prévu au budget et 33 $ de plus qu'il y a un an. Une hausse du nombre réel de documents déposés explique la différence.

DÉPENSES

Les écarts importants par rapport au budget sont expliqués ci-après.

1. 1. Dépenses réelles par rapport au budget

a) Les salaires et les avantages sociaux ont été inférieurs au budget pour les raisons suivantes :

- Le budget comprenait un nouveau poste de superviseur. Ce poste a été comblé à la fin du deuxième trimestre.
- De nouveaux employés ont été embauchés à un salaire inférieur à ceux prévus au budget.

b) Les coûts de fonctionnement ont été inférieurs au budget pour les raisons suivantes :

- Le Manitoba Business Links (MBL) a coûté 240 $ de moins que ce qui était prévu au budget. Le budget pour le MBL comprenait des coûts de soutien technique (améliorations) de 102 $ qui n'ont pas été dépensés durant l'année. Les salaires et les avantages sociaux ont été inférieurs de 51 $ par rapport au budget. Le budget comprenait un quatrième employé qui n'a pas été embauché avant le quatrième trimestre.

  De plus, 75 $ ont été reçus de la Commission d'indemnisation des accidents du travail à titre de paiement initial pour remboursement des coûts après que la Commission soit devenue un programme participant.

- Les coûts du programme de reprise des activités après sinistre ont été inférieurs de 51 $. Le budget prévoyait un employé additionnel qui n'a pas été embauché avant le quatrième trimestre.

- Le budget prévoyait 25 $ pour des améliorations au Système de réservation des noms. Aucune amélioration n'a été achevée durant l'année.

- Le budget prévoyait des coûts d'intérêt de 60 $ pour l'élaboration du nouveau système. La mise au point du système a été retardée, de sorte qu'il n'y a eu aucun coût pour emprunt.

Les coûts d'amortissement ont été inférieurs à ce qui était prévu à la suite du report de la mise au point du système.

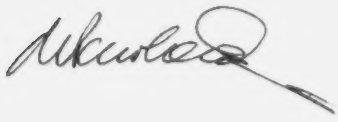
RESPONSIBILITÉ RELATIVE AUX RAPPORTS FINANCIERS

La direction de l'Agence a la responsabilité de dresser les états financiers et d'autres documents de même nature pour les fins du rapport annuel. Elle doit entre autres assurer en tout temps l'intégrité et l'impartialité des données financières, ainsi que présenter la situation financière et les résultats d'exploitation de l'Agence, conformément aux principes comptables généralement reconnus. Les états financiers comportent les chiffres basés sur les meilleures estimations et le bon jugement de la direction. Les états financiers de l'Agence ont été vérifiés par Magnus et Buffie, vérificateurs indépendants.

L'Agence applique des contrôles internes dans toutes ses opérations afin d'avoir l'assurance raisonnable que les transactions sont autorisées, dûment consignées et déclarées, et que les éléments d'actif sont protégés.

Le conseil consultatif se réunit régulièrement avec la direction pour examiner les pratiques comptables, les rapports financiers et les résultats des vérifications. Les vérificateurs ont entièrement accès à ce Conseil, au besoin, pour discuter de leurs constatations et obtenir l'avis des membres du conseil quant aux contrôles internes et à la qualité des rapports financiers.

Au nom de la direction,



Le Chef de l'exploitation
Myron Pawlowsky

Le Contrôleur,
Dave Rudy

Date : le 7 mai 2009

ANNEXE A

COMPANIES OFFICE REVENUE BY ACTIVITY ($000'S)

	2008/2009	2007/2008	2006/2007
	Réel	Réel	Réel
Constitution de nouvelles sociétés	1 180	1 161	1 055
Nouvelles inscriptions : Sociétés non manitobaines	254	296	260
Enregistrements de noms commerciaux	292	283	310
Renouvellements de noms commerciaux	363	347	345
Recherches personnelles	18	18	21
Demandes de réservation de noms	599	605	583
Déclarations annuelles traitées	2 202	2 042	2 040
Certificats d'attestation/recherche	132	140	129
Accès public	241	248	235
Fusions	62	65	54
Rétablissements	60	65	62
Certificats d'enregistrement supplémentaires	85	86	84
Documents d'attestation/photocopies	33	91	38
Autres	1 018	1 073	960
REVENUS BRUTS	**6 539**	**6 468**	**6 176**

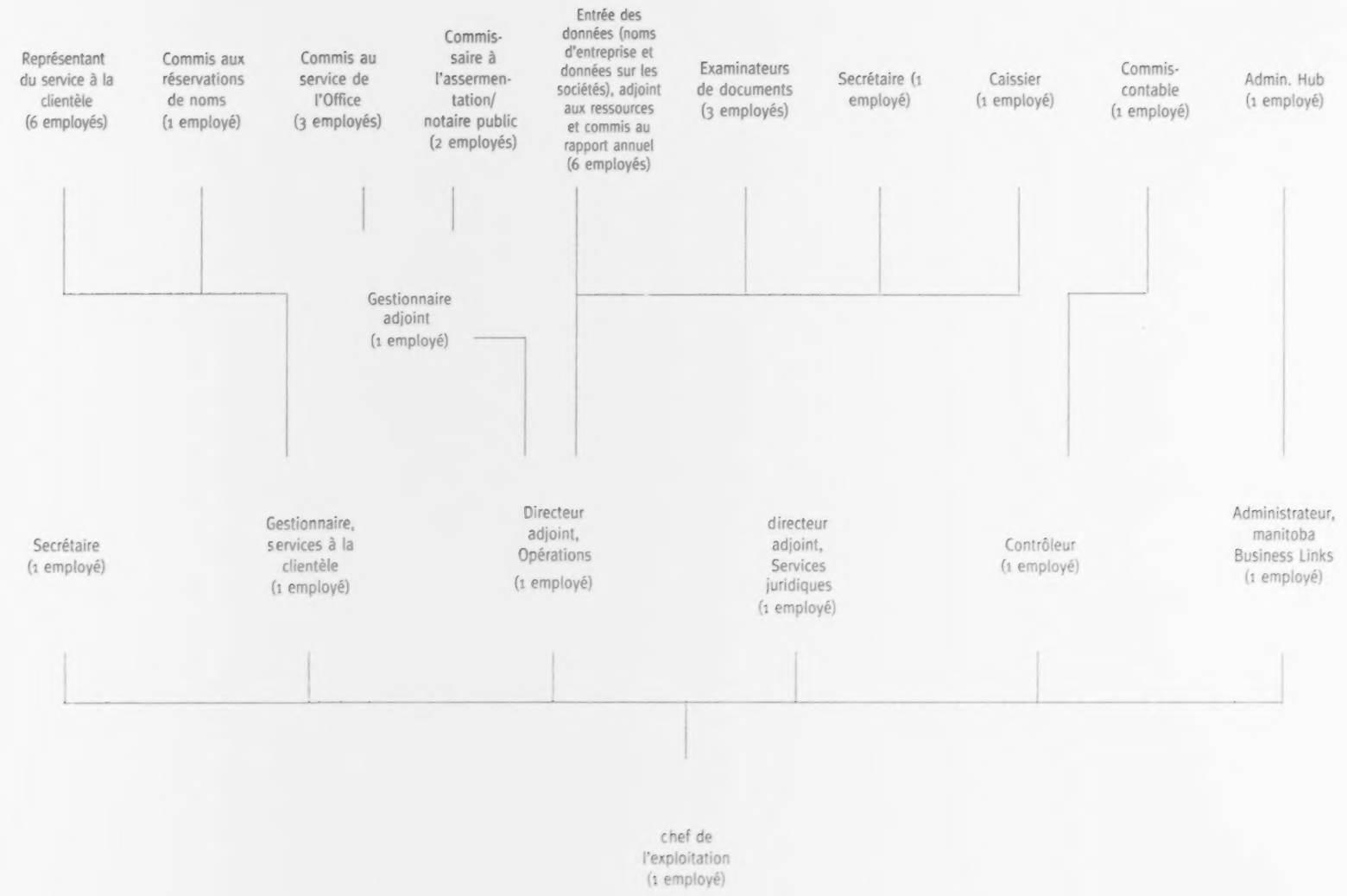
ANNEXE A-2

SOMMAIRE DES REVENUS PAR SECTEUR DE SERVICE (EN MILLIERS DE DOLLARS)

	DÉCLARATIONS ANNUELLES	CONSTITUTIONS EN SOCIÉTÉ	ENREGISTREMENTS DE NOMS	RÉSERVATIONS DE NOMS	RENOUVELLEMENTS DE NOMS	AUTRES	TOTAL
2008-2009	2 202	1 180	292	599	363	1 903	6 539
% of Total	33.67%	18.05%	4.47%	9.16%	5.55%	29.10%	100.00%
2007-2008	2 042	1 161	283	605	347	1 073	5 459
% du Total	37,41 %	21,27 %	5,18 %	11,08 %	6,36 %	19,66 %	100,00 %
2006-2007	2 040	1 055	310	583	345	1 843	6 176
% du total	33,03 %	17,08 %	5,01 %	9,43 %	5,59 %	29,86 %	100 %
2005-2006	1 978	1 046	305	596	337	1 833	6 095
% du total	32,45 %	17,16 %	5,00 %	9,78 %	5,53 %	30,07 %	100,00 %
2004-2005	1 917	946	289	543	331	1 323	5 349
% du total	35,84 %	17,69 %	5,40 %	10,15 %	6,19 %	24,73 %	100,00 %
2003-2004	1 849	825	294	445	326	1 018	4 757
% du total	38,54 %	17,19 %	6,13 %	9,27 %	6,79 %	22,07 %	100,00 %
2002-2003	1 805	846	243	432	307	1 029	4 662
% du total	38,70 %	18,10 %	5,20 %	9,30 %	6,60 %	22,00 %	99,98 %
2001-2002	1 656	769	182	375	220	924	4 126
% du total	39,90 %	18,70 %	4,50 %	9 %	5,30 %	22,50 %	100,00 %
2000-2001	1 481	774	212	307	210	929	3 912
% du total	37,90 %	19,80 %	5,40 %	7,80 %	5,40 %	23,70 %	100,0 %
1999-2000	1 453	754	214	317	217	858	3 814
% du total	38,10 %	19,8 %	5,60 %	8,30 %	5,70 %	22,50 %	100,00 %

ANNEXE A-2

Office des cOmpagnies ORganig Ramme 2007 – 2008


Représentant du service à la clientèle (6 employés)
Commis aux réservations de noms (1 employé)
Commis au service de l'Office (3 employés)
Commis-saire à l'assermen-tation/ notaire public (2 employés)
Entrée des données (noms d'entreprise et données sur les sociétés), adjoint aux ressources et commis au rapport annuel (6 employés)
Examinateurs de documents (3 employés)
Secrétaire (1 employé)
Caissier (1 employé)
Commis-contable (1 employé)
Admin. Hub (1 employé)
Gestionnaire adjoint (1 employé)
Secrétaire (1 employé)
Gestionnaire, services à la clientèle (1 employé)
Directeur adjoint, Opérations (1 employé)
directeur adjoint, Services juridiques (1 employé)
Contrôleur (1 employé)
Administrateur, manitoba Business Links (1 employé)
chef de l'exploitation (1 employé)

ANNEXE C

COMPARAISON DES FRAIS FRAIS EXIGÉS AUX TERMES DE LA LOI SUR LES SOCIÉTÉS

	MANITOBA	SASK.	ONT.	CANADA	QUÉBEC	N.-B.	N.-É.	T.-N.	ALB.	C.-B.	Î.-P.-É.
Constitution en société avec capital-actions	300.	265.	360.	200. ou 250.	300.	312.	293.84	300.	100.	350.	265.
Constitution en société sans capital-actions	100.	65.	155.	200.	145.	50. – 200.	293.84	70.	75.	100.	140.
Fusion	300.	265.	330.	200.	197.	362.	119.71 ou 293.84	300.	100.	350.	250.
Renouvellement/ cessation	300.	265.	330.	200.	197.	362.	119.71 ou 293.84	300.	100.	350.	250.
Amendement	150.	100.	150.	200.	140.	212.	59.86 ou 174.13	100.	25.	100.	265.
Amendement des articles transformant une société	300.	115.	150.	200.	145.	100.	59.86 ou 174.13	50.	25.	100.	265.
Réorganisation ou arrangement	300.	100. – 250.	150. ou 330.	200.	N/D	362.	N/D	100.	100. 25.	N/D	N/D
Reformulation d'articles	150.	25.	150.	50.	N/D	100.	N/D	100.	25.	N/D	N/D
Amendement sans capital-actions	50.	20.	N/D	50.	65.	N/D	59.86	100.	25.	50.	N/D
Rétablissement avec capital-actions	100.	250.	330.	200.	308.	250.		300.	100.	350.	265.
Rétablissement sans capital-actions	50.	50.	100.	N/D	132.	N/D	N/D	70.	75.	100.	265.
Dissolution	50.	Aucun frais	25.	Aucun frais	N/D	62.	119.71	Aucun frais	Néant	20.	125.
Enregistrement avec capital-actions	300.	265.	330.			212.		260. – 560.	100.	380.	200.
Enregistrement sans capital-actions	100.										
Enregistrement supplémentaire	150.	115.	155.	NA	Nil	112.	30.	30. to 100.	25.	20. to 100.	N/A

	MANITOBA	SASK.	ONT.	CANADA	QUÉBEC	N.-B.	N.-É.	T.-N.	ALB.	C.-B.	Î.-P.-É.
Déclaration/ révocation de l'intention de dissoudre	50.	N/D		Aucun frais	N/D	62.		50.	0.0	N/D	
Annulation de l'enregistrement	50.										
Rétablissement de l'enregistrement – avec capital-actions	100.	265.			N/D	100.	430.	260 – 560.	100.	350.	
Rétablissement de l'enregistrement sans capital-actions	50.	65.									
Déclaration annuelle avec capital-actions	40.	50. /80.	Aucun frais	20. ou 40.	84.	60. ou 200.	95. ou 220.	75. ou 200.	Aucun frais	43.39	30.
Modification à la déclaration annuelle	20.	10.					48.99				
Demande de réservation de noms	40.	50. ou 60.	N/D	N/D	37.00		48.99 ou 61.24	10.	Privé	30.	40. – 50.
Avis de nom	45.										
Ordonnance du directeur	150.										

Tous les taux indiqués pour l'Alberta n'incluent pas les frais de services exigés par les fournisseurs privés qui s'ajoutent dans presque toutes les catégories, étant donné que le gouvernement de l'Alberta ne fournit pas directement ces services.

	MANITOBA	SASK.	ONT.	CANADA	QUÉBEC	N.-B.	N.-É.	T.-N.	ALB.	C.-B.	Î.-P.-É.
Demande d'exemption	150.			250.							
Dépôt de procuration	30.					50.	Aucun frais	10.	Aucun frais	20.	
Certificat d'état	30.	15.	30.	10.	22,50	20.	32,65	10.	5.	35.	30.
Certificat de recherche	30.							Nil			
Recherche dossier personnel	3. ou 5.	5.	12.	Aucun frais	Aucun frais	Aucun frais	5,44	Néant	1.	10.	Aucun frais
Recherche courrier	5.	5.	12.	Aucun frais	N/D	Aucun frais	10,88	5.	N/D	10.	Aucun frais
Recherche électronique	.30/écran	5 $/imprimé 2 $/recherche	Via Service Providers	Aucun frais	Aucun frais	Aucun frais	57,25 $/ mois + 2,32/heure	N/D	1.	7.	N/D
Copie certifiée Article/ Enregistrement	30.	30. & 1 $ page	40.	35.	28.69	20.	21,77	20.	5.	35. +	30.
Copie certifiée Autre document	15.	30.	40.	35.	28.69	20.	10,88	20.	5.	35. +	30.
Photocopie Article/ Enregistrement	15.	1 $/page	14.	1 $./page	1,52/page	10.	21,77	.50/page	5.	10. + .50/.25/page page	
Photocopie Autre Document	10.	1 $./page	14.	1 $/page	1,52/page	10.	10,88	.50/page	5.	10. + .50/.25/page page	
Copie de fichier avec tous les noms sur la base de données	50.										
Transmission par télécopieur	5.	5.									
Résumé de dossier	3.	4.									
Service accéléré	Double frais maximum $150	25. – 100.	Selon disponibilité		+50%			N/D	N/D	100.	

Tous les taux indiqués pour l'Alberta n'incluent pas les frais de services exigés par les fournisseurs privés qui s'ajoutent dans presque toutes les catégories, étant donné que le gouvernement de l'Alberta ne fournit pas directement ces services.

COMPARAISON DES FRAIS LOI SUR L'ENREGISTREMENT DES NOMS COMMERCIAUX

	MANITOBA	SASK.	ONT.	ALB.	QUÉBEC	N.-B.	N.-É.	T.-N.	C.-B.	Î.-P.É.
Enregistrement	45. (3 ans)	65. (3 ans)	60. ou 80. (5 ans)	250.	32. ou 43.	112. (5 ans)	59,86		40.	65.
Partenariats limités	300.	265.	210.	50.	43.	212.	160.	230.	165.	200.
Partenariats à responsabilité limitée	300.	250.		50.					275.	
Dissolution	45.	10.	Aucun frais	Aucun frais	Aucun frais	12.	59,86		Aucun frais	15.
Changement du titulaire	45.	20.		10.	Aucun frais	12.	Aucun frais		40.	
Changement du capital	45.	100.		15.						
Changement du nom	45.	N/A	60. ou 80.	10.	Aucun frais	62.	32,65		30.	
Renouvellement	45.	50.	60. ou 80.	N/D	32. ou 48.	62.	59,86			50.
Recherche personnelle	5.	5.	12.						10.	
Recherche par courrier	5.	5.	12.					5.	10.	
Recherche électronique	.30	$2/bus.								
Copie certifiée de tout document	15.	20.	30.	5.chaque dossier	28,69	20.	10.88		10. ou 25. + .50/page	
Photocopie de tout document	10.	1. par page	14.			10.	10,88			
Certificat d'état	30.	15.	30.							
Certificat de recherche	30.									
Demande de réservation de nom	40.	50. ou 60.	12. ou 8.	Privé	N/D		42,60 ou 53,25 +TVH		30.	40. –50.
Dépôt de procuration	30.									
Transmission par télécopieur	5.	5.			5,00					
Sommaire de dossiers	3.	4.	12.				.10			
Service accéléré	Doublement des frais Maximum 150.	25. ou 100.	N/A		+50%				100.	

Tous les taux indiqués pour l'Alberta n'incluent pas les frais de services exigés par le fournisseur privé qui s'ajoutent dans presque toutes les catégories, étant donné que le gouvernement de l'Alberta ne fournit pas directement ces services.

États Financiers